

BUSINESS LAW SECTION

CORPORATIONS COMMITTEE

COMMITTEE MEETING AGENDA FOR APRIL 5, 2002

**By Video
Friday, April 5, 2002
9:30 a.m.**

I. ADMINISTRATIVE MATTERS

1. Opening Remarks and Announcements: Walther/Wertlieb
2. Approval of Minutes of March 1, 2002 Meeting: Pike

II. LIAISONS' REPORTS AND DISCUSSIONS

3. Securities and Exchange Commission: Tyson
4. Department of Corporations: LeBas
5. BLS Executive Committee Liaison: Graeser/Stansell
6. Secretary of State: Bogart
7. NASD: Connolly
8. Liaisons to Other Committees:

Cyberspace Law: Piazza
Corporate Law Departments: Lyon
Partnerships & LLCs: Hazen
UCC: Dyer
ADR: Carpenter
Health Law: Lucas

III. PENDING LEGISLATION/AFFIRMATIVE LEGISLATIVE PROPOSALS

9. Report of Legislative Liaison: Fotenos
10. SB 399 Corporate Conversions: Fitzpatrick/Wertlieb/Bishop
11. Section 25102(o) Options: Bishop/Martin/Walther/Dravis
12. Section 710 Sunset on Supermajority Approvals: Pike

IV. POTENTIAL AFFIRMATIVE LEGISLATIVE PROPOSALS

13. Secretary of State Fax Filings: Dravis
14. 25118(b) Definition of Aggregate Evidences of Indebtedness: Weiser
15. Amend Corporation Code to permit electronic communications to constitute a "writing":
Piazza/Schai/McAllister

16. Amend Finance Lenders Law (e.g., re venture capital bridge loans): Bishop/Piazza

V. WEB SITE PROJECTS

17. Web Site Update: Caplan

18. Recent Developments Page: Wojtas

VI. OTHER PROJECTS

19. Opinion Project: Crandall

20. Educational Activities (Spring Meeting, Annual Meeting, Business Law News articles, MCLE): Dravis

21. Guide to Organizing a California Corporation: Lyon/Erickson/Fitzpatrick/Hiraide

22. Completion of Blue Sky Guide: Bishop

23. 25102(f) Regulations/Legislative Proposal, including reasonable belief standard: Fitzpatrick

24. Investment Advisor Exemption: Bishop/Fotenos

25. Examine California law re director duties to creditors, as well as shareholders, and propose statutory or other clarification or revision: Weiser

26. "Junction Box" Initiative: Hazen

27. Criminalization of Alleged Securities Violations

28. Short-Form Corporate Dissolution statute proposal of the L.A. County Bar Association

29. Coordination with Secretary of State on technology issues: Piazza/Walther

VII. NEW BUSINESS

30. Practice Issues

31. Other New Business

Corporation Committee Meeting Agendas

